

1 IN THE UNITED STATES DISTRICT COURT
2 WESTERN DISTRICT OF OKLAHOMA
3 CLARK A. WARD)
individually, and
4 CAW IMAGING, P.C.,)
an Oklahoma professional
5 corporation,) CASE NO.
6 Plaintiffs,) CIV-03-1564-F
7 VS.)
8 HEALTHSOUTH CORPORATION,) DEPOSITION OF:
a Delaware Corporation;
9 DIAGNOSTIC HEALTH) ROSA HOOPER
CORPORATION, a Delaware
10 Corporation; RICHARD. M.)
SCRUSHY, an individual,
11)
Defendants.

12)
13 S T I P U L A T I O N S
14 IT IS STIPULATED AND AGREED, by and
15 between the parties through their
16 respective counsel, that the deposition
17 of:

18 ROSA HANDLEY HOOPER,
19 may be taken before Carrie M. Robinson,
20 Commissioner and Notary Public, State at
21 Large, at the Law Offices of Balch &
22 Bingham, on the 5th day of April, 2005,
23 commencing at approximately 9:00 a.m.

ORIGINAL

1 the projections that new MRI and new CT
2 would be purchased, true?

3 A Yes.

4 Q And the increase in the volume
5 was dependent upon the purchase of that new
6 equipment, was it not?

7 A That would be correct.

8 Q All right. And let me ask you
9 this: Are you familiar with -- and these
10 projections that we talked about, is it
11 your understanding that those were
12 communicated to Dr. Ward?

13 A It is not my understanding.
14 That would not be typical that we could
15 communicate our internal pro formas to the
16 seller.

17 Q All right. Well, no question in
18 your mind that the discussion of new
19 equipment was discussed with Dr. Ward,
20 right?

21 A Yes.

22 Q And no question but that his
23 compensation was based on collections which

1 in turn were based on volume, correct?

2 A Correct.

3 Q And no question that the
4 purchase of new equipment would have an
5 effect on the volume or would hopefully
6 have a positive effect on the volume of
7 scans being performed, correct?

8 A Correct.

9 Q Isn't that the type of thing
10 that Ms. Pate discussed with Dr. Ward?

11 A That would certainly be the type
12 of thing that she discussed, but it was not
13 our practice to share our internal pro
14 forma income statements for future periods
15 when it would be HealthSouth's facility.
16 We would not share that with the seller.
17 We would talk -- we would discuss -- it
18 would be our practice to discuss with them
19 the intentions as far as equipment and that
20 type of thing, but not to share our
21 actual -- that's an internal file.

22 Q Okay. Do you know, in fact,
23 whether Lecia Pate gave Dr. Ward the

1 record, please?

2 A It is a letter from Lecia Pate
3 to Dr. Tom Woolard. There is no date.

4 Q Okay. Do you understand that
5 Dr. Woolard was one of the owners of MICO?

6 A Yes, I do.

7 Q And that letter in a nutshell
8 contains the -- one of the proposals for
9 the purchase of MICO, does it not?

10 A Yes. It discusses options with
11 the acquisition.

12 Q Okay. And in that letter, is
13 the subject of acquiring a new MRI
14 discussed?

15 A Yes, it is.

16 Q And what does that letter -- not
17 word-for-word, but in general, what does it
18 state with respect to the new MRI?

19 A With the installation of the
20 upgrade and new coils, we will likely add
21 one scan per day which brings the volume
22 back to ten.

23 Q Okay.

1 A They are discussing loss of
2 volume related to an entity in the market
3 getting their own MRI.

4 Q And so then that document is one
5 that indeed was communicated to
6 Dr. Woolard, true?

7 A Correct.

8 Q And do you see the note on the
9 top right-hand corner of that document?

10 A Yes.

11 Q What does that say?

12 A It says: Received by me
13 11-12-98, CW, maybe.

14 Q Clark Ward, perhaps?

15 A Yes. I do not know his writing,
16 but certainly that could be a C. It could
17 be an A.

18 Q It certainly wouldn't surprise
19 you if that letter were communicated to
20 Dr. Ward by Dr. Woolard?

21 A No, it would not.

22 Q In fact, you would expect it to
23 be, would you not?